

FEDERAL COMMUNICATIONS COMMISSION
Washington, D. C. 20554
~~DEC 19 2002~~

OFFICE OF
MANAGING DIRECTOR

Kerry E. Murray
Director, International Affairs
Law and Public Policy
WorldCom
1133 Nineteenth Street, N.W.
Washington, DC 20036

Karen M. Johnson
Associate Counsel
WorldCom
1133 Nineteenth Street, N.W.
Washington, DC 20036

RE: Request for Fee Waivers and Deferral of Processing
Fees for *Pro Forma* Assignment of Authorization of
Various Submarine Cable Landing Licenses
Fee Control Number 00000 RROG 02 087

Dear Counsel:

We reviewed your August 16, 2002 request that we waive and defer payment of the application filing fees¹ related to multiple applications² for **transfer** of control of licenses by WorldCom, Inc., and its operating subsidiaries (WorldCom) to debtor-in-possession successor entities. For the reasons set out below, we grant your request and will waive the aggregate fees of \$41,565.

Based on your submitted proof of bankruptcy pursuant to Chapter 11 of the Federal Bankruptcy Code of the United States,³ we find that you established good cause for waiver of the filing fees for the applications. *See Mobilemedia Corporation, et al.*, Memorandum Opinion and Order, 14 FCC Rcd. 8017, 8027, 140 (1999).

¹ By this letter, we are also granting your request that we defer the requirement to submit the fees until a decision is rendered on the request for the **waiver**.

² Attached to your request are **six** applications for *pro forma* assignment of cable landing licenses. We calculated the total fee, **\$41,565**, as the product of the number of licenses assigned, 51, and the fee per assignment, **\$815**. The applications and rate of the fee for the requested assignment are: WorldCom, Inc., on behalf of its subsidiary, MCI Communications Corporation (17 X \$815); WorldCom, Inc., on behalf of its subsidiary, MCI International, Inc. (24 X \$815); WorldCom, Inc., on behalf of its subsidiary, MFS CableCo U.S., Inc. (1 X \$815); WorldCom, Inc. (6 X \$815); WorldCom, Inc., on behalf of its subsidiary, WorldCom International Data Services, Inc. (2 X \$815); and WorldCom, Inc., on behalf of its subsidiary, MFS Globenet, Inc. (1 X \$815).


³ *In re WorldCom, Inc., et al.*, (US Bkcy Ct, SD NY), docket 02-13533 (AJG).

Kerry E. Murray & **Karen M. Johnson**

2.

If you have any questions concerning **this** letter, you may call the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mark A. Reger', written in a cursive style.

 **Mark A. Reger**
Chief Financial Officer

00000RR06-02-087
WORLD COM

ORIGINAL

9/23/02
Kerry E. Murray
Director
International Affairs
Law and Public Policy

1133 19th Street, NW
Washington, DC 20036
1 202 736 6053
Fax 1 202 736 6083
kerry.murray@wcom.com

August 16, 2002

VIA HAND DELIVERY

Mr. Andrew S. Fishel
Managing Director
Federal Communications Commission
445 12th Street S.W.
Washington, D.C. 20554

Re: WorldCom, Inc. Request for Waiver and Deferral of International Bureau
Application Processing Fees for *Pro Forma* Assignment of Submarine Cable
Landing Licenses, File No. WC-02-215

Dear Mr. Fishel:

WorldCom, Inc. ("WorldCom") hereby requests waiver and deferral of the application fees associated with the *pro forma* assignment of submarine cable landing licenses pursuant to Section 1.1117(a) of the Federal Communications Commission's ("Commission") rules.¹ WorldCom's *pro forma* applications are being filed concurrently with this waiver and deferral request.²

Section 1.1117(a) of the Commission's rules provides for waiver and/or deferral of fees where good cause **is** shown and where such waiver and/or deferral **is** found to promote the public interest.³ WorldCom believes that both requirements are easily satisfied in this case.

On July 21, 2002, WorldCom, Inc. and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code to reorganize their business and financial structure.⁴ As a

¹ 47 C.F.R. § 1.1117.

² At the request of the International Bureau, WorldCom is filing separate applications for approval of the *pro forma* assignment of the cable landing licenses held by WorldCom, Inc. and each of its various direct and indirect subsidiaries, as follows: MCI Communications Corporation, MCI International, Inc., WorldCom International Data Services, Inc., MFS CableCo U.S., Inc., Overseas Telecommunications, Inc., and MFS Globenet, Inc.

³ *Id.*

⁴ *In re WorldCom, Inc., et al.*, Chap. 11 Case No. 02-13533 (Bankr. S.D.N.Y. 2002).

result of WorldCom's Chapter 11 filing, its status has changed to Debtor-In-Possession. WorldCom now finds itself in a financially distressed condition as a new legal entity. WorldCom advised the Commission of the Chapter 11 filings on July 21, 2002.

The circumstances of the present filing, namely the recent restructuring proceedings by WorldCom, present the special circumstances warranting a waiver. Commission precedent weighs heavily in favor of WorldCom's request. The Commission has previously held that it "will grant waivers of...fees on a sufficient showing of financial **hardship**."⁵ Specifically, the Commission has expressly recognized that evidence of a court supervised restructuring or bankruptcy is sufficient to establish financial hardship for purposes of waiver of filing fees.⁶

Moreover, during this restructuring, WorldCom must be particularly diligent to conserve valuable resources and avoid unnecessary fees and expenses. In *MobileMedia*,⁷ the Commission recognized that "relief from...fees is appropriate to enable a bankrupt company to conserve its resources for the benefit of innocent creditors as contemplated by the bankruptcy code." In this case, the Commission found that "bankruptcy establishe[d] good cause **for** waiver of the filing fee. Moreover, waiver of the fee will serve the public interest by enabling MetroMedia to preserve assets that will accrue to innocent creditors." The Commission went on to decide unambiguously that the status of bankruptcy satisfies the requirements of Section 1.1117(a) of its rules.

WorldCom is similarly situated to the entities in the proceedings cited above. **As** Debtor-In-Possession, WordCom now finds itself in a financially distressed condition and has similar duties to its innocent creditors. Accordingly, WorldCom submits that its request is for good cause and is in the public interest.

In conclusion, WorldCom respectfully requests a deferral and a waiver of the Commission's application processing fees as described above. To the extent that there are any fees required to process this waiver and deferral request, we respectfully request that those fees be waived as well.

⁵ *Implementation of Section 9 of the Communications Act, Assessment and Collection of Regulatory Fees for the 1994 Fiscal Year*, Memorandum Opinion and Order, 10 FCC Rcd 12759, 12762, MD Docket No. 94-19, para. 13 (rel. June 22, 1995) (evidence of bankruptcy or receivership sufficient to establish financial hardship for purposes of waiver of regulatory fees). See also Public Notice, DA-02-404 (rel. Feb. 26, 2002)(granting request by Bethlehem Steel Corporation for waiver of application fees associated with the pro forma assignment of 133 wireless licenses).

⁶ *MobileMedia Corp., et al., Applicant for Authorizations and Licenses of Certain Stations in various services*, Memorandum Opinion and Order, 14 FCC Rcd 8017, WT Docket No. 97-1 15 (rel. Feb. 5, 1999)(bankruptcy establishes good cause for waiver of tiling fee).

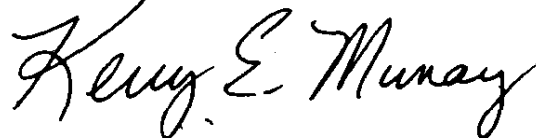
⁷ *Id.* at 8027.

⁸ *Id.*

⁹ *Id.*

Should you have any questions or require additional information, please do not hesitate to contact us. Thank you for **your** consideration of this request.

Sincerely, ,

A handwritten signature in black ink that reads "Kerry E. Murray". The signature is written in a cursive style with a large, stylized "K" and "M".

Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 [Fax]

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. **20554**

In the Matter of)	
)	
WORLD COM, INC.,)	
on behalf of its Subsidiary,)	
MCI Communications Corporation)	File No. WC-02-215
)	
Application for Authority for a Pro Forma)	
Assignment of Cable Landing Licenses)	

APPLICATION

WorldCom, Inc.¹ ("WorldCom"), on behalf of its subsidiary, MCI Communications Corporation, hereby requests approval for the *pro forma* assignment of the cable landing licenses held by MCI Communications Corporation to MCI Communications Corporation as Debtor-In-Possession: pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (1994), Section 1.767 of the Commission's rules, 47 C.F.R. § 1.767(1999), and Executive Order No. 10530. These cable landing licenses are listed in Attachment A hereto. WorldCom will separately notify the Commission of the *pro forma* assignment of MCI Communications Corporation's international Section 214 authorizations.

Concurrent with this application, WorldCom is filing a request for a waiver of the filing fees that would normally be required with an application for assignment of a cable landing license. As discussed in the waiver request, WorldCom believes that, due to the extraordinary circumstances of this filing, the public interest would be greatly disserved by requiring WorldCom to submit filing fees with this application. WorldCom, therefore, requests that the

¹ At the request of the International Bureau, WorldCom is filing separate applications for approval of the *pro forma* assignment of the cable landing licenses held by each of its various direct and indirect subsidiaries, as follows: MCI Communications Corporation, MCI International, Inc., WorldCom International Data Services, Inc., MFS CableCo U.S., Inc., Overseas Telecommunications, Inc., and MFS Globenet, Inc.

² As Debtors-In-Possession. WorldCom and its subsidiaries will retain possession of their property and assets and Continued

Commission process this application **as** it is currently submitted, without requiring the payment of **filing** fees.

On July 21, 2002, WorldCom, Inc. and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code to reorganize their business and financial **structure**. *In re WorldCom, Inc., et al.*, Chap. 11 Case No. 02-13533 (Bankr. S.D.N.Y. 2002). WorldCom advised the Commission of its Chapter 11 filings on July 21, 2002.

Due to the critical need to maintain the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the filings, WorldCom could not seek prior approval of the instant **pro forma** assignment. WorldCom, therefore, requests that the Commission grant it a waiver of the conditions of its **cable** landing licenses to *the* extent, if any, that those conditions require it to obtain prior approval for **apro forma** assignment. **Further**, because this transaction is **pro forma** in nature, WorldCom requests that the FCC grant **this** application pursuant to its grant stamp procedure.

WorldCom certifies that any uansfer of control *or assignment* that has occurred **as a** result of the Chapter 11 petitions is **pro forma** pursuant to Section 63.24(a) of the Commission's rules, **47** C.F.R. § 63.24(a), and that the Chapter 11 petitions do not change the ultimate ownership or control of WorldCom or its subsidiaries.

In accordance with Section **1.767** of the Commission's rules, **47** C.F.R. §1.767, WorldCom submits the following information with respect to the U.S. cable landing licenses it holds:

(1) Name, address, and telephone numbers:

Assignor and
Licensee: MCI Communications Corporation
500 Clinton Center Drive
Clinton, Mississippi 39056
(601) 360-8600

carry on their business during the reorganization process.

Assignee: MCI Communications Corporation
500 Clinton Center Drive
Clinton, Mississippi 39056
(601) 360-8600

- (2) Assignor and Licensee: MCI Communications Corporation is a corporation organized under the **laws** of the State of Delaware.

Assignee: MCI Communications Corporation is a corporation organized under the laws of the State of Delaware.

- (3) Correspondence concerning this application should be sent to:

Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

with a copy to:

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

- (4) A listing of the cable landing licenses held by MCI Communications Corporation and the original file numbers of these licenses is attached hereto **as** Attachment A.
- (5) A general description of the cable landing locations identified in Attachment **A** are already on file with the Commission in the original license files and are incorporated by reference herein.
- (6) These cables are operated on a common carrier or non-common carrier basis, **as** described in their original licenses, and referenced herein.

- (7) On July 21, 2002, WorldCom and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed for protection under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York. WorldCom and its subsidiaries continue to be in possession of their property and management of their businesses as Debtors-In-Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. The voting and ownership interests in the cables identified above have not changed as a result of such filings.
- (8) The foreign carrier affiliations of WorldCom have not changed as a result of such filing.
- (9) WorldCom understands that the Commission generally treats bankruptcy-related filings as involuntary transactions (regardless of whether they are initiated by the licensee or its creditors) that qualify for *pro forma* treatment? Although prior Commission approval generally is required for *pro forma* assignments of cable landing licenses, WorldCom was precluded from submitting an application prior to its Chapter 11 filing because of the critical importance of maintaining the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the bankruptcy filing. There is ample Commission precedent recognizing that *nunc pro tunc* approval is appropriate for involuntary assignment applications filed within thirty (30) days of the filing of a bankruptcy petition.⁴

To the extent the Commission believes that prior approval is required for involuntary assignments of cable landing licenses in a Chapter 11 context, WorldCom requests a waiver of the prior approval requirement. Waiver is appropriate if special circumstances warrant a deviation from the general rule and such deviation would better serve the public interest than would strict adherence to the general rule.⁵ The circumstances of this request, namely the recent filing by WorldCom of petitions under Chapter 11, present special circumstances warranting a waiver. Moreover, there are no specific procedures for bankruptcy filings for cable landing licenses. In fact, WorldCom's international Section 214 authorizations are subject to simple after-the-fact notifications. Finally, under the Commission's new cable landing licensing rules, prior approval is not required for *pro forma* assignments or transfers of control of cable landing licenses that were issued after March 15, 2002. Grant of a waiver of the prior approval requirement under these circumstances would serve the public interest and would not

³ See *Application for Pro Forma Transfer of Control of Cable Landing Licenses of Viatel Inc. to Viatel Inc. as Debtor-in-Possession*, File No. SCL-T/C-20010507-00015 (granted June 15, 2001).

⁴ See, e.g., *Padre Serra Communications, Inc.*, 14 FCC Rcd 9695 (1999).

⁵ *Northeast Cellular Tel. Co. L.P. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990)

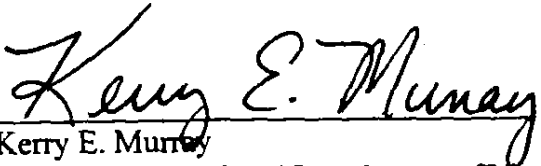
undermine the policy objectives of the International Bureau because WorldCom promptly notified the Commission staff-of its Chapter 11 filing.

- (10) WorldCom certifies that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of **1988**.

CONCLUSION

For the reasons presented herein, WorldCom, Inc., on behalf of its subsidiary, MCI Communications Corporation, submits that the public interest, convenience and necessity would be served by a grant of this application for *pro forma* assignment of its cable landing licenses. WorldCom, therefore, respectfully requests that the International Bureau grant its application.

Respectfully submitted,

By: 
Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

~~Karen~~ M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

Dated: August 16,2002

ATTACHMENT A

Submarine Cable Landing Licenses Held by MCI Communications Corporation

<u>Cable System</u>	<u>Licensed Entities</u>	<u>FCC ID Number</u>
HAW-4/TPC-3	MCI Communications Corporation +	SCL 85-003
TCS-I	MCI Communications Corporation +	SCL 87-071
G-P-T	MCI Communications Corporation +	SCL 88-003
TAT-9	MCI Communications Corporation +	SCL 88-004
TPC-4	MCI Communications Corporation +	SCL 89-004
PacRim East	MCI Communications Corporation +	SCL 90-003
HAW-5	MCI Communications Corporation +	SCL 90-004
PacRim West	MCI Communications Corporation +	SCL 90-005
TAT-IO	MCI Communications Corporation +	SCL 91-006
TAT-II	MCI Communications Corporation +	SCL 91-002
NPC	MCI Communications Corporation +	ITC-91-045
TAINO-CARIB	MCI Communications Corporation +	SCL 92-002
TPC-5	MCI Communications Corporation +	
Columbus II		
Americas I	MCI Communications Corporation +	SCL 93-002
TAT-12/TAT-13	MCI Communications Corporation +	SCL 93-004
COLUMBUS III	MCI communications Corporation +	SCL-LIC-19980527-00007

License previously held by **IDB** WorldCom Services, Inc.

Commission process **this** application as it **is** currently submitted, without requiring the payment of filing fees.

On July 21, 2002, WorldCom, Inc. and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code to reorganize their business and financial structure. *In re WorldCom, Inc., et al.*, Chap. 11 Case No. 02-13533 (Bankr. S.D.N.Y. 2002). WorldCom advised the Commission of its Chapter 11 filings on July 21, 2002.

Due to the critical need to maintain the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the filings, WorldCom could not **seek** prior approval of the instant *pro forma* assignment. WorldCom, therefore, requests that the Commission grant it a waiver of ~~the~~ conditions of its cable landing licenses to the extent, if any, that those conditions require it to obtain prior approval for a *pro forma* assignment. Further, because this transaction **is** *pro forma* in nature, WorldCom requests that the FCC grant **this** application pursuant to its grant stamp procedure.

WorldCom certifies that any transfer of control or assignment that has occurred as a result of the Chapter 11 petitions **is** *pro forma* pursuant to Section 63.24(a) of the Commission's rules, 47 C.F.R. § 63.24(a), and that the Chapter 11 petitions do not change the ultimate ownership or control of WorldCom or its subsidiaries.

In accordance with Section 1.767 of the Commission's rules, 47 C.F.R. § 1.767, WorldCom submits the following information with respect to the U.S. cable landing licenses it holds:

- (1) Name, address, and telephone numbers:

Assignor and
Licensee: MCI International, Inc.
500 Clinton Center Drive
Clinton, Mississippi 39056
(601) 360-8600

carry on their business during the reorganization process.

Assignee: MCI International, Inc.
500 Clinton Center **Drive**
Clinton, Mississippi **39056**
(601) 360-8600

- (2) Assignor and
Licensee: MCI International, Inc. is a corporation organized under the laws
of the State of Delaware.

Assignee: MCI International, Inc. **is** a corporation organized under the laws
of the State of Delaware.

- (3) Correspondence concerning this application should be sent to:

Kerry E. Murray
Director, International Regulatory **Affairs**
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. **20036**
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

with a copy to:

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. **20036**
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

- (4) A listing of the cable landing licenses held by MCI International, Inc. and ~~the~~
original file numbers of these licenses is attached hereto **as** Attachment **A**.
- (5) **A** general description of the cable landing locations identified in Attachment **A**
are already on file with the Commission in ~~the~~ original license files and are
incorporated by reference herein.
- (6) These cables are operated on **a** common carrier or non-common carrier basis, **as**
described in their original licenses, and referenced herein.

- (7) On July 21, 2002, WorldCom and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed for protection under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York. WorldCom and its subsidiaries continue to be in possession of their property and management of their businesses as Debtors-In-Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. The voting and ownership interests in the cables identified above have not changed as a result of such filings.
- (8) The foreign carrier affiliations of WorldCom have not changed as a result of such filing.
- (9) WorldCom understands that the Commission generally treats bankruptcy-related filings as involuntary transactions (regardless of whether they are initiated by the licensee or its creditors) that qualify for *pro forma* treatment.³ Although prior Commission approval generally is required for *pro forma* assignments of cable landing licenses, WorldCom was precluded from submitting an application prior to its Chapter 11 filing because of the critical importance of maintaining the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the bankruptcy filing. There is ample Commission precedent recognizing that *nunc pro tunc* approval is appropriate for involuntary assignment applications filed within thirty (30) days of the filing of a bankruptcy petition.⁴

To the extent the Commission believes that prior approval is required for involuntary assignments of cable landing licenses in a Chapter 11 context, WorldCom requests a waiver of the prior approval requirement. Waiver is appropriate if special circumstances warrant a deviation from the general rule and such deviation would better serve the public interest than would strict adherence to the general rule.⁵ The circumstances of this request, namely the recent filing by WorldCom of petitions under Chapter 11, present special circumstances warranting a waiver. Moreover, there are no specific procedures for bankruptcy filings for cable landing licenses. In fact, WorldCom's international Section 214 authorizations are subject to simple after-the-fact notifications. Finally, under the Commission's new cable landing licensing rules, prior approval is not required for *proforma* assignments or transfers of control of cable landing licenses that were issued after March 15, 2002. Grant of a waiver of the prior approval requirement under these circumstances would serve the public interest and would not

³ See *Application for Pro Forma Transfer of Control of Cable Landing Licenses of Viatel Inc. to Viatel Inc. as Debtor-in-Possession*, File No. SCL-T/C-20010507-00015 (granted June 15, 2001).

⁴ See, e.g., *Padre Serra Communications Inc.*, 14 FCC Rcd 9695 (1999).

⁵ *Northeast Cellular Tel. Co. L.P.v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990).

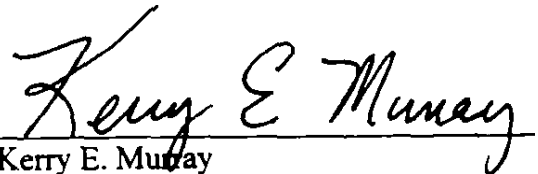
undermine the policy objectives of the International Bureau because WorldCom promptly notified the Commission staff of its Chapter 11 filing.

- (10) WorldCom certifies that it is not subject to a denial of Federal benefits pursuant to Section **5301** of the Anti-Drug Abuse Act of 1988.

CONCLUSION

For the reasons presented herein, WorldCom, Inc., on behalf of its subsidiary, MCI International, Inc., submits that the public interest, convenience and necessity would be served by a grant of this application for *pro forma* assignment of its cable landing licenses. WorldCom, therefore, respectfully requests that the International Bureau grant its application.

Respectfully submitted,

By: 
Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

Dated: August 16, 2002

ATTACHMENT A

Submarine Cable Landinr Licenses Held by MCI International, Inc.

<u>Cable System</u>	<u>Licensed Entities</u>	<u>FCC ID Number</u>
HAW-4/TPC-3	MCI International Inc.	SCL 85-003
TCS-1	MCI International Inc.	SCL 87-071
3-P-T	MCI International Inc.	SCL 88-003
TAT-9	MCI International Inc.	SCL 88-004
PTAT-1	MCI International, Inc.	ITC-89-232
TPC-4	MCI International, Inc.	SCL 89-004
PacRim East	MCI International Inc.	SCL 90-003
HAW-5	MCI International Inc.	SCL 90-004
PacRim West	MCI International Inc.	SCL 90-005
TAT-10	MCI International, Inc.	SCL 91-006
TAT-11	MCI International, Inc.	SCL 91-002
NPC	MCI International, Inc.	ITC-91-045
TA/NO-CARIB	MCI International, Inc.	SCL 92-002
TPC-5	MCI International, Inc.	SCL 92-005
Columbus II	MCI International, Inc.	SCL 93-001
Americas I	MCI International, Inc.	SCL 93-002
TAT-12/TAT-13	MCI International, Inc.	SCL 93-004

<u>Cable System</u>	<u>Licensed Entities</u>	<u>FCC ID Number</u>
Antillas I	MCI International, Inc.	SCL 95-012
Bahamas II	MCI International, Inc.	SCL-LIC-19960329-00128
PAN AMERICAN	MCI International, Inc.	SCL-LIC-19970421-00002
China-US	MCI International, Inc.	SCL-LIC-19980309-00005
Americas II	MCI International, Inc.	SCL-LIC-19980429-00019
Guam-Philippines	MCI International, Inc.	SCL-LIC-19980511-00017
		SCL-LIC-19980527-00007

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of

**WORLDCOM, INC.,
on behalf of its Subsidiary,
MFS CableCo U.S., Inc.**

Application for Authority for a Pro Forma
Assignment of Cable Landing License

)
)
)
)
)
)
)
)
)
)

File No. WC-02-215

APPLICATION

WorldCom, Inc.¹ (“WorldCom”), on behalf of its subsidiary, MFS CableCo U.S., Inc., hereby requests approval for the proforma assignment of the cable landing license held by MFS CableCo U.S., Inc. to MFS CableCo U.S., Inc. as Debtor-In-Possession; pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (1994), Section 1.767 of the Commission’s rules, 47 C.F.R. § 1.767 (1999), and Executive Order No. 10530, This cable landing license is listed in Attachment A hereto.

Concurrent with this application, WorldCom is filing a request for a waiver of the filing fees that would normally be required with an application for assignment of a cable landing license. As discussed in the waiver request, WorldCom believes that, due to the extraordinary circumstances of this filing, the public interest would be greatly disserved by requiring WorldCom to submit filing fees with this application. WorldCom, therefore, requests that the Commission process this application as it is currently submitted, without requiring the payment of filing fees.

¹ At the request of the International Bureau, WorldCom is filing separate applications for approval of the *pro forma* assignment of the cable landing licenses held by each of its various direct and indirect subsidiaries, as follows: MCI Communications Corporation, MCI International, Inc., WorldCom International Data Services, Inc., MFS CableCo U.S., Inc., Overseas Telecommunications, Inc., and MFS Globenet, Inc.

² As Debtors-In-Possession, WorldCom and its subsidiaries will retain possession of their property and assets and carry on their business during the reorganization process.

On July 21, 2002, WorldCom, Inc. **and** substantially **all** of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code to reorganize their business and financial structure. *In re* WorldCom, *Inc.*, et *al.*, Chap. 11 Case Nos. 02-13533 (Bankr. **S.D.N.Y.**2002). WorldCom advised the Commission of its Chapter 11 filings on July 21,2002.

Due to the critical need to maintain the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the filings. WorldCom could not seek prior approval of the instant *pro forma* assignment. WorldCom, therefore, requests that the Commission grant it a waiver of the conditions of its cable landing licenses to the extent, if any, that those conditions require it to obtain prior approval for a *pro forma* assignment. Further, because **this** transaction is *pro forma* in nature, WorldCom requests that the FCC grant this application pursuant to its grant stamp procedure.

WorldCom certifies that any transfer of control or assignment that has occurred **as** a result of the Chapter 11 petitions is *pro forma* pursuant to Section 63.24(a) of the Commission's rules, 47 C.F.R. § 63.24(a), and that the Chapter 11 petitions do not change the ultimate ownership or control of WorldCom or its subsidiaries.

In accordance with Section 1.767 of the Commission's rules, 47 **C.F.R.** §1.767, WorldCom submits the following information with respect to the **U.S.** cable landing licenses it holds:

(I) Name, address, and telephone numbers:

Assignor and

Licensee: MFS CableCo U.S., Inc.
500 Clinton Center Drive
Clinton, Mississippi 39056
(601) 360-8600

Assignee: MFS CableCo U.S., Inc.
500 Clinton Center Drive
Clinton, Mississippi 39056
(601) 360-8600

- (2) Assignor and
Licensee: MFS CableCo U.S., Inc. is a corporation organized under the laws
of the State of Delaware.

Assignee: MFS CableCo U.S., Inc. is a corporation organized under the laws
of ~~the~~ State of **Delaware**.

- (3) Correspondence concerning this application should be sent to:

Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc. ■
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

with a copy to:

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

- (4) **A** listing of the cable landing license held by MFS CableCo U.S., Inc. and the
original file number of this license is attached hereto ~~as~~ Attachment A.
- (5) **A** general description of the cable landing location identified in Attachment **A** ~~are~~
already on file with ~~the~~ Commission in the original license **files** and is
incorporated by reference herein.
- (6) This cable is operated on a common carrier or non-common carrier basis, ~~as~~
described in its original license, and referenced herein.
- (7) On July 21, 2002, WorldCom and substantially **all** of its active U.S. subsidiaries,
including ~~those~~ holding U.S. cable landing licenses, **filed** for *protection* under
Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court ~~for the~~
Southern District of New **York**. WorldCom and its subsidiaries continue **to** be in
possession of their **property** and management of **their** businesses ~~as~~ Debtors-In-
Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. The

voting and **ownership** interests in the cable identified above have not changed as a result of such filings.

- (8) The foreign carrier affiliations of WorldCom have not changed **as** a result of such filing.
- (9) WorldCom understands that the Commission generally treats bankruptcy-related filings **as** involuntary transactions (regardless of whether they are initiated by the licensee or its creditors) that **qualify** for *pro forma* treatment.³ Although prior Commission approval generally is required for *pro forma* assignments of cable landing licenses, WorldCom was precluded from submitting **an** application prior to its Chapter 11 filing because of the critical importance of maintaining the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the bankruptcy filing. There is ample Commission precedent recognizing that *nunc pro tunc* approval is appropriate for involuntary assignment applications filed within thirty (30) days of the filing of a bankruptcy **petition**.⁴

To the extent the Commission believes that prior approval is required for involuntary assignments of cable landing licenses in a Chapter 11 context, WorldCom requests a waiver of the prior approval requirement. Waiver is appropriate if special circumstances warrant a deviation from the general rule and such deviation would better serve the public interest than would strict adherence to the general rule.⁵ The circumstances of this request, namely the recent filing by WorldCom of petitions under Chapter 11, present special circumstances warranting a waiver. Moreover, there are no specific procedures for bankruptcy filings for cable landing licenses. In fact, WorldCom's international Section 214 authorizations are subject to simple after-the-fact notifications. Finally, under the Commission's new cable landing licensing rules, prior approval is not required for *pro forma* assignments or transfers of control of cable landing licenses that were issued after March 15, 2002. Grant of a waiver of the prior approval requirement under these circumstances would serve the public interest and would not undermine the policy objectives of the International Bureau because WorldCom promptly notified the Commission staff of its Chapter 11 filing.

- (10) WorldCom certifies that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of **1988**.

³ See *Application for Pro Forma Transfer of Control of Cable Landing Licenses of Viatel Inc. to Viatel Inc. as Debtor-in-Possession*, File No. SCL-T/C-200 10507-00015 (granted June 15, 2001).

⁴ See, e.g., *Padre Serra Communications, Inc.*, 14 FCC Rcd 9695 (1999).

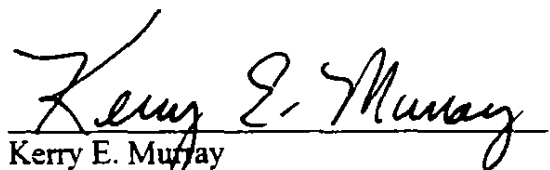
⁵ *Northeast Cellular Tel. Co. L.P. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990).

CONCLUSION

For the reasons presented herein. WorldCom, Inc., on behalf of its subsidiary, MFS CableCo U.S., Inc., submits that the public interest, convenience and necessity would be served by a grant of this application for *proforma* assignment of its cable **landing** license. WorldCom, therefore, respectfully requests that the International Bureau grant its application.

Respectfully submitted,

By:



Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(102) 736-6492 (Fax)

Dated: **August** 16,2002

ATTACHMENT A

Submarine Cable Landline License Held by MFS CableCo U.S., Inc.

<u>Cable System</u>	<u>Licensed Entities</u>	<u>FCC ID Number</u>
Gemini	MFS CableCo U.S., Inc.	SCL-LIC-19960606-00229

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of

WORLDCOM, INC.

Application for Authority for a Pro Forma
Assignment of Cable Landing Licenses

)
)
)
)
)
)
)

File No. WC-02-215

■

APPLICATION

WorldCom, Inc.' ("WorldCom"), pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, **47 U.S.C. §§ 34-39 (1994)**, Section **1.767** of the Commission's rules, **47 C.F.R. § 1.767 (1999)**, and Executive Order No. 10530, hereby requests approval for the *pro forma* assignment of the cable landing licenses held by WorldCom to WorldCom **as** Debtor-In-Possession? These cable landing licenses are listed in Attachment A hereto. WorldCom will separately notify the Commission of the *pro forma* assignment of its international Section 214 authorizations.

Concurrent with **this** application, WorldCom is filing **a** request for a waiver of the filing **fees** that would normally be required with an application for assignment of a cable landing license. **As** discussed in the waiver request, WorldCom believes that, due to the extraordinary circumstances of **this** filing, the public interest would be greatly disserved by requiring WorldCom to submit filing fees with **this** application. WorldCom, therefore, requests that the Commission process this application **as** it is currently submitted, without requiring the payment of filing fees.

¹ At the request of the International Bureau, WorldCom is filing separate applications for approval of the *pro forma* assignment of the cable landing licenses held by each of its various direct and indirect subsidiaries, as follows: MCI Communications Corporation, MCI International, Inc., WorldCom International Data Services, Inc., MFS CableCo U.S., Inc., Overseas Telecommunications, Inc., and MFS Globenet, Inc.

¹ As Debtors-In-Possession, WorldCom and its subsidiaries will retain possession of their property and assets and carry on their business during the reorganization process.

On July 21, 2002, WorldCom, Inc. and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code to reorganize their business and financial structure. *In re WorldCom, Inc., et al.*, Chap. 11 Case No. 02-13533 (Bankr. S.D.N.Y. 2002). WorldCom advised the Commission of its Chapter 11 filings on July 21, 2002.

Due to the critical need to maintain the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the filings, WorldCom could not seek prior approval of the instant *pro forma* assignment. WorldCom, therefore, requests that the Commission grant it a waiver of the conditions of its cable landing licenses to the extent, if **any**, that *those* conditions require it to obtain prior approval for a *pro forma* assignment. Further, because this transaction is *pro forma* in nature, WorldCom requests that the FCC grant this application pursuant to its grant stamp procedure.

WorldCom certifies that any transfer of control or assignment that has occurred as a result of the Chapter 11 petitions is proforma pursuant to Section 63.24(a) of the Commission's rules, 47 C.F.R. § 63.24(a), and that the Chapter 11 petitions do not change the ultimate ownership or control of WorldCom or its subsidiaries.

In accordance with Section 1.767 of the Commission's rules, 47 C.F.R. §1.767, WorldCom submits the following information with respect to the U.S. cable landing licenses it holds:

(1) Name, address, and telephone **numbers**:

Assignor and

Licensee: WorldCom, Inc.
500 Clinton Center Drive
Clinton, Mississippi 39056
(601) 360-8600

Assignee: WorldCom, Inc.
500 Clinton Center **Drive**
Clinton, Mississippi 39056
(601) 360-8600

- (2) Assignor and Licensee: WorldCom, Inc. is a corporation organized under the laws of the State of Georgia.

Assignee: WorldCom, Inc. is a corporation organized under the laws of the State of Georgia.

- (3) Correspondence concerning this application should be sent to:

Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

with a copy to:

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

- (4) A listing of the cable landing licenses held by WorldCom, Inc. and the original file numbers of these licenses is attached hereto as Attachment A.
- (5) A general description of the cable landing locations identified in Attachment A are already on file with the Commission in the original license files and are incorporated by reference herein.
- (6) These cables are operated on a common carrier or non-common carrier basis, as described in their original licenses, and referenced herein.
- (7) On July 21, 2002, WorldCom and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed for protection under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York. WorldCom and its subsidiaries continue to be in possession of their property and management of their businesses as Debtors-In-Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. The

voting and ownership interests in the cables identified above have not **changed** as a result of such filings.

- (8) The foreign carrier affiliations of WorldCom have not changed **as** a result of such filing.
- (9) WorldCom understands that the Commission generally treats bankruptcy-related filings **as** involuntary transactions (regardless of whether they are initiated by the licensee or its creditors) that qualify for pro **forma** treatment.³ Although prior Commission approval generally is required for pro forma assignments of cable landing licenses, WorldCom was precluded from submitting an application prior to its Chapter 11 filing because of the critical importance of maintaining the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the bankruptcy filing. There is ample Commission precedent recognizing that ~~nunc~~ *pro tunc* approval is appropriate for involuntary assignment applications filed ~~within~~ thirty (30) days of the filing of a bankruptcy **petition**.⁴

To the extent the Commission believes that prior approval **is** required for involuntary assignments of cable landing licenses in a Chapter 11 context, WorldCom requests a waiver of the prior approval requirement. Waiver is appropriate if special circumstances warrant a deviation from the general rule and such deviation would better serve the public interest than would strict adherence to the general **rule**.⁵ The circumstances of **this** request, namely the recent filing by WorldCom of petitions under Chapter 11, present special circumstances warranting a waiver. Moreover, there are no specific procedures for bankruptcy filings for cable landing licenses. **In** fact, WorldCom's international Section 214 authorizations are subject to simple after-the-fact notifications. Finally, under ~~the~~ Commission's new cable landing licensing **rules**, prior approval is not required for pro **forma** assignments or transfers of control of cable landing licenses that were issued after March 15, 2002. Grant of a waiver of the prior approval requirement under these circumstances would serve the public interest and would not undermine the policy objectives of the International Bureau because WorldCom promptly notified the Commission staff of its Chapter 11 filing.

- (10) WorldCom certifies that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

³ See *Application for Pro Forma Transfer of Control of Cable Landing Licenses of Viatel Inc. to Viatel Inc. as Debtor-in-Possession*, File No. SCL-T/C-20010507-00015 (granted June 15, 2001).

⁴ See, e.g., *Padre Serra Communications, Inc.*, 14 FCC Rcd 9695 (1999).

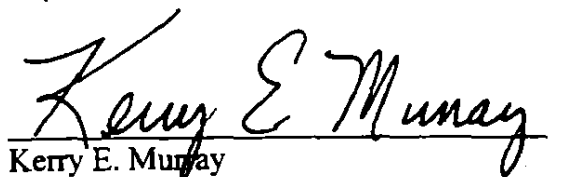
⁵ *Northeast Cellular Tel. Co. L.P. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990).

CONCLUSION

For the reasons presented herein, WorldCom, Inc. submits that the public interest, convenience and necessity would be served by a grant of this application for *pro forma* assignment of its cable landing licenses. WorldCom, therefore, respectfully requests that the International Bureau grant its application.

Respectfully submitted,

By:


Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

Karen M. Johnson
Associate counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

Dated: August 16, 2002

ATTACHMENT A

Submarine Cable Landline Licenses Held by WorldCom, Inc.[†]

<u>Cable System</u>	<u>Licensed Entities</u>	<u>FCC ID Number</u>
PAN AMERICAN	WorldCom, Inc.	SCL-LIC-19970421-00002 —
Japan-US	WorldCom, Inc.	SCL-LIC-19981117-00025
Americas II	WorldCom, Inc.	SCL-LIC-19980429-00019
Guam-Philippines	WorldCom, Inc.	SCL-LIC-19980511-00017
MAYA-I	WorldCom, Inc.	SCL-IC-19990325-00006

[†] WorldCom, Inc.'s licenses in the Japan-US, MAYA-1 and TAT-I4 cable systems **were** previously held by **MCI** WorldCom, Inc.

)	
In the Matter of)	
)	
WORLDCOM, INC.,)	
on behalf of its Subsidiary,)	
WorldCom International Data Services, Inc.)	File No. WC-02-215
)	
Application for Authority for a Pro Forma)	
Assignment of Cable Landing Licenses)	

² As Debtors-In-Possession, WorldCom and its subsidiaries will retain possession of their property and assets and carry on their business during the reorganization process.

WorldCom to submit filing fees with this application. WorldCom, therefore, requests that the Commission process this application as it is currently submitted, without requiring the payment of filing fees.

On July 21, 2002, WorldCom, Inc. and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code to reorganize their business and financial structure. *In re WorldCom, Inc., et al.*, Chap. 11 Case No. 02-13533 (Bankr. S.D.N.Y. 2002). WorldCom advised the Commission of its Chapter 11 filings on July 21, 2002.

Due to the critical need to maintain the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the filings, WorldCom could not seek prior approval of the instant proforma assignment. WorldCom, therefore, requests that the Commission grant it a waiver of the conditions of its cable landing licenses to the extent, if any, that those conditions require it to obtain prior approval for a *pro forma* assignment. Further, because this transaction is *pro forma* in nature, WorldCom requests that the FCC grant this application pursuant to its grant stamp procedure.

WorldCom certifies that any transfer of control or assignment that has occurred as a result of the Chapter 11 petitions is *pro forma* pursuant to Section 63.24(a) of the Commission's rules, 47 C.F.R. § 63.24(a), and that the Chapter 11 petitions do not change the ultimate ownership or control of WorldCom or its subsidiaries.

In accordance with Section 1.767 of the Commission's rules, 47 C.F.R. § 1.767, WorldCom submits the following information with respect to the U.S. cable landing licenses it holds:

(1) **Name, address, and telephone numbers:**

Assignor and
Licensee: WorldCom International Data Services, Inc.
500 Clinton Center Drive
Clinton, Mississippi 39056
(601) 360-8600

Assignee: WorldCom International Data Services, Inc.
500 Clinton Center Drive

Clinton, Mississippi 39056
(601) 360-8600

- (2) Assignor and Licensee: WorldCom International Data Services, Inc. is a corporation organized under the laws of the State of Delaware.

Assignee: WorldCom International Data Services, Inc. is a corporation organized under the laws of the State of Delaware.

- (3) Correspondence concerning this application should be sent to:

Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

with a copy to:

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

- (4) A listing of the cable landing licenses held by WorldCom International Data Services, Inc. and the original file numbers of these licenses is attached hereto as Attachment A.
- (5) A general description of the cable landing locations identified in Attachment A are already on file with the Commission in the original license files and are incorporated by reference herein.
- (6) These cables are operated on a common carrier or non-common carrier basis, as described in their original licenses, and referenced herein.
- (7) On July 21, 2002, WorldCom and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed for protection under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the

Southern District of New York. WorldCom and its subsidiaries continue to be in possession of their property and management of their businesses as Debtors-In-Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. The voting and ownership interests in the cables identified above have not changed as a result of such filings.

- (8) The foreign carrier affiliations of WorldCom have not changed as a result of such filing.
- (9) WorldCom understands that the Commission generally treats bankruptcy-related filings as involuntary transactions (regardless of whether they are initiated by the licensee or its creditors) that qualify for *pro forma* treatment.³ Although prior Commission approval generally is required for *pro forma* assignments of cable landing licenses, WorldCom was precluded from submitting an application prior to its Chapter 11 filing because of the critical importance of maintaining the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the bankruptcy filing. There is ample Commission precedent recognizing that *nuncpro tunc* approval is appropriate for involuntary assignment applications filed within thirty (30) days of the filing of a bankruptcy petition.⁴

To the extent the Commission believes that prior approval is required for involuntary assignments of cable landing licenses in a Chapter 11 context, WorldCom requests a waiver of the prior approval requirement. Waiver is appropriate if special circumstances warrant a deviation from the general rule and such deviation would better serve the public interest than would strict adherence to the general rule.⁵ The circumstances of this request, namely the recent filing by WorldCom of petitions under Chapter 11, present special circumstances warranting a waiver. Moreover, there are no specific procedures for bankruptcy filings for cable landing licenses. In fact, WorldCom's international Section 214 authorizations are subject to simple after-the-fact notifications. Finally, under the Commission's new cable landing licensing rules, prior approval is not required for *pro forma* assignments or transfers of control of cable landing licenses that were issued after March 15, 2002. Grant of a waiver of the prior approval requirement under these circumstances would serve the public interest and would not undermine the policy objectives of the International Bureau because WorldCom promptly notified the Commission staff of its Chapter 11 filing.

- (10) WorldCom certifies that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

³ See *Application for Pro Forma Transfer of Control of Cable Landing Licenses of Viatel Inc. to Viatel Inc. as Debtor-in-Possession*, File No. SCL-T/C-20010507-00015 (granted June 15, 2001).

⁴ See, e.g., *Padre Serra Communications, Inc.*, 14 FCC Rcd 9695 (1999).

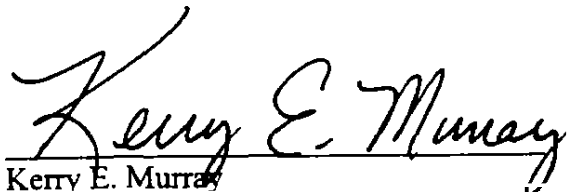
⁵ *Northeast Cellular Tel. Co. L.P. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990).

CONCLUSION

For ~~the~~ reasons presented herein. WorldCom, Inc., on behalf of its subsidiary, WorldCom International Data Services, Inc., submits that the public interest, convenience and necessity would be served by a grant of ~~this~~ application **for *pro forma*** assignment of its cable landing licenses. WorldCom, therefore, respectfully requests that the International Bureau grant its application.

Respectfully submitted,

By:



Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

Dated: **August 16, 2002**

ATTACHMENT A

Submarine Cable Landing Licenses Held by WorldCom International Data Services, Inc.

<u>Cable System</u>	<u>Licensed Entities</u>	<u>FCC ID Number</u>
TCS-1	WorldCom International Data Services, Inc. ++	SCL 87-071
G-P-T	WorldCom International Data Services, Inc. ++	SCL 88-003

++ License previously held by Western Union International

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of

**WORLDCOM, INC.,
on behalf of its Subsidiary,
MFS Globenet, Inc.**

Application for Authority for a Pro *Forma*
Assignment of Cable Landing License

File No. WC-02-215

APPLICATION

WorldCom, Inc.¹ ("WorldCom"), on behalf of its subsidiary, MFS Globenet, Inc., hereby requests approval for the pro *forma* assignment of the cable landing license held by MFS Globenet, Inc.² to MFS Globenet, Inc. **as** Debtor-In-Possession,) pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (1994). Section 1.767 of the Commission's rules, 47 C.F.R. § 1.767 (1999), and Executive Order No. 10530. This cable landing license is listed in Attachment **A** hereto. WorldCom will separately notify the Commission of **the** pro *forma* assignment of MFS **Globenet**, Inc.'s international Section 214 authorization.

Concurrent with this application, WorldCom is filing a request for a waiver of the filing fees that would normally be required with an application for assignment of a cable landing license. **As** discussed in the waiver request, WorldCom believes that, due **to** the extraordinary circumstances of **this** filing, the public interest would be greatly disserved by requiring

¹ **At** the request of the International Bureau, WorldCom is filing separate applications for approval of the *pro forma* assignment of the cable landing licenses held by each of its various direct and indirect subsidiaries, **as** follows: MCI Communications Corporation, MCI International, Inc., WorldCom International Data Services, Inc., MFS CableCo U.S., Inc., Overseas Telecommunications, Inc., and MFS Globenet, Inc.

² MFS Globenet, Inc. holds a 10% ownership interest in the Southern Cross Cable System and was not **among** the WorldCom, Inc. subsidiaries included in the petitions filed under Chapter 11 of the United States Bankruptcy Code.

¹ **As** Debtors-In-Possession. WorldCom and its subsidiaries will retain possession of their property and **assets** and carry on their business during the reorganization process.

WorldCom to submit filing fees **with** this application. WorldCom, therefore, requests that the Commission process this application as it is currently submitted, without requiring the payment of filing fees.

On July 21, 2002, WorldCom, Inc. and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code to reorganize their business and financial structure. *In re WorldCom, Inc., et al.*, Chap. 11 Case No. 02-13533 (Bankr. S.D.N.Y. 2002). WorldCom advised the Commission of its Chapter 11 filings on **July 21, 2002**.

Due to the critical need to maintain the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the filings, WorldCom could not seek prior approval of the instant *pro forma* assignment. WorldCom, therefore, requests that the Commission grant it a waiver of the conditions of its cable landing licenses to the extent, if any, that those conditions require it to obtain prior approval for a *pro forma* assignment. Further, because this transaction is *pro forma* in nature, WorldCom requests that the FCC grant this application pursuant to its grant stamp procedure.

WorldCom certifies that any transfer of control or assignment that has occurred as a result of the Chapter 11 petitions is *pro forma* pursuant to Section 63.24(a) of the Commission's rules, 47 C.F.R. § 63.24(a), and that the Chapter 11 petitions do not change the ultimate ownership or control of WorldCom or its subsidiaries.

In accordance with Section 1.767 of the Commission's rules, 47 C.F.R. §1.767, WorldCom submits the following information with respect to the U.S. cable landing licenses it holds:

- (1) Name, address, and telephone numbers:

Assignor and
Licensee: **MFS Globenet, Inc.**
1 Tower Lane, 13th Floor
Oakbrook Terrace
Chicago, IL 60191
(630) 203-7211

Assignee: MFS Globenet, Inc.
1 Tower Lane. 13th Floor
Oakbrook Terrace
Chicago, IL **60191**
(630) 203-7211

- (2) Assignor and Licensee: MFS Globenet, Inc. is a corporation organized under the laws of the State of Delaware.

Assignee: MFS Globenet, Inc. is a corporation organized under the laws of the State of Delaware.

- (3) Correspondence concerning **this** application should be sent to:

Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. **20036**
(202) 736-6033 (Tel.)
(202) 736-6083 (Fax)

with a copy to:

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. **20036**
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

- (4) A listing of the cable landing license held by MFS Globenet, Inc. and the original file**number** of this license is attached hereto **as** Attachment A.
- (5) A general description of the cable landing location identified in Attachment **A** are already on file with the Commission in the original license files and is incorporated by reference herein.
- (6) This cable is operated on a common carrier or non-common carrier basis, **as** described in its original license, and referenced herein.

- (7) On July 21, 2002. WorldCom and substantially all of its active U.S. subsidiaries, including those holding U.S. cable landing licenses, filed for protection under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York. WorldCom and its subsidiaries continue to be in possession of their property and management of their businesses as Debtors-In-Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. The voting and ownership interests in the cable identified above have not changed as a result of such filings.
- (8) The foreign carrier affiliations of WorldCom have not changed as a result of such filing.
- (9) WorldCom understands that the Commission generally treats bankruptcy-related filings as involuntary transactions (regardless of whether they are initiated by the licensee or its creditors) that qualify for *pro forma* treatment.⁴ Although prior Commission approval generally is required for *pro forma* assignments of cable landing licenses, WorldCom was precluded from submitting an application prior to its Chapter 11 filing because of the critical importance of maintaining the confidentiality of WorldCom's impending Chapter 11 filing and the rapid unfolding of events leading up to the bankruptcy filing. There is ample Commission precedent recognizing that *nunc pro tunc* approval is appropriate for involuntary assignment applications filed within thirty (30) days of the filing of a bankruptcy petition.⁵

To the extent the Commission believes that prior approval is required for involuntary assignments of cable landing licenses in a Chapter 11 context, WorldCom requests a waiver of the prior approval requirement. Waiver is appropriate if special circumstances warrant a deviation from the general rule and such deviation would better serve the public interest than would strict adherence to the general rule.⁶ The circumstances of this request, namely the recent filing by WorldCom of petitions under Chapter 11, present special circumstances warranting a waiver. Moreover, there are no specific procedures for bankruptcy filings for cable landing licenses. In fact, WorldCom's international Section 214 authorizations are subject to simple after-the-fact notifications. Finally, under the Commission's new cable landing licensing rules, prior approval is not required for *pro forma* assignments or transfers of control of cable landing licenses that were issued after March 15, 2002. Grant of a waiver of the prior approval requirement under these circumstances would serve the public interest and would not

⁴ See *Application for Pro forma Transfer of Control of Cable Landing Licenses of Viatel Inc. to Viatel Inc. as Debtor-in-Possession*, File No. SCL-T/C-20010507-00015 (granted June 15, 2001).

⁵ See, e.g., *Padre Serra Communications, Inc.*, 14 FCC Rcd 9695 (1999).

⁶ *Northeast Cellular Tel. Co. L.P. v. FCC*, 897 F.2d 1164, 1166 (D.C.Cir. 1990).

undermine the policy objectives of the International Bureau because WorldCom promptly notified the Commission **staff** of its Chapter 11 filing.

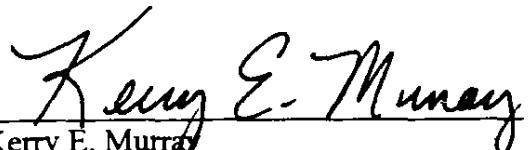
- (10) WorldCom certifies that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

CONCLUSION

For the reasons presented herein, WorldCom, Inc., on behalf of its subsidiary, MFS Globenet, Inc., submits that the public interest, convenience and necessity **would** be served by a grant of this application for *pro forma* assignment of its cable landing license. WorldCom, therefore, respectfully requests that the International Bureau grant *its* application.

Respectfully submitted,

By:


Kerry E. Murray
Director, International Regulatory Affairs
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6053 (Tel.)
(202) 736-6083 (Fax)

Karen M. Johnson
Associate Counsel
WorldCom, Inc.
1133 19th Street, N.W.
Washington, D.C. 20036
(202) 736-6453 (Tel.)
(202) 736-6492 (Fax)

Dated: August 16, 2002

ATTACHMENT A

Submarine Cable Landing License Held by MFS Globenet, Inc.

<u>Cable System</u>	<u>Licensed Entities</u>	<u>FCC ID Number</u>
Southern Cross	MFS Globenet, Inc. +	SCL-LIC-19971014-00009 SCL-LIC-19971014-00009

+ MFS Globenet, Inc. holds a 10% ownership interest in the Southern Cross Cable System and was not among the WorldCom, Inc. subsidiaries included in the petitions filed under Chapter 11 of the United States Bankruptcy Code.